



BY-LAWS of the INTERNATIONAL ASSOCIATION OF GERONTOLOGY AND GERIATRICS (IAGG)

Adapted to the regulations of the Belgian Government, legally admitted and approved by the Ministry of Justice and published in the Belgian Official Journal on 04-04-2007.

TITLE I. Name

Article 1.

The Association is called The International Association of Gerontology and Geriatrics (IAGG), herein after referred to as "The Association".

Article 2.

The legal Headquarters of the Association is established at Liège (CHU Liège, Rue de Gaillarmont 600, B-4032 Chênée Liège). The initial legal text of the By-Laws was the French text (1950) and was published in the Belgian Official Journal on 15-03-1952. This Association is ruled by the Belgian law of 25-10-1919, modified by the laws of 6-12-1954 and 30-06-2000.

The financial year is defined as running from January 1st till December 31st.

TITLE II. Aims

Article 3.

The Association has five main purposes:

1. To promote gerontological research in the biological, medical, behavioural, and social fields by member organizations and to promote cooperation among these organizations.
2. To promote training of highly qualified personnel in the fields of aging.
3. To promote and assist in the arrangements for holding the International Congress of Gerontology at intervals decided by the Council.
4. The Association is a non-profit organization.
5. To promote - accessory and without being detrimental for the first purpose that is a scientific and pedagogic one - the interests of the gerontological organizations in all questions pertaining to foreign or international matters.

Article 4.

The Members of the Association will undertake to carry out the aims of the Association by all means at their disposal.

TITLE III. Membership

Article 5.

Membership in the Association shall be the national gerontological and/or geriatrics organizations (societies) with the exception as provided in Art. 7. To be eligible for membership an organization (society) must:

- a) be national in its scope and multidisciplinary in membership;
- b) have a primary orientation toward research and teaching of gerontology and/or geriatrics;
- c) have at least fifty members (in good standing) with exceptions determined by the Council. The Council can then determine a minimum of ten members per society, given the current status of the country;
- d) be legally based upon the rules and customs of each country.

Individual members of national organizations which are in good standing in the Association are considered to be members of the Association.

Member organizations are expected to make periodic reports to the Secretary-General on membership and activities. Such reports shall be required prior to the meeting of Council at Congresses of the Association.

Article 6.

A gerontological and/or geriatrics organization (society) may apply to the Secretary General of the Association for membership by submitting its By-Laws, a statement of its aims and goals, the names and addresses of its elected officers and the total number of its members, and all other requested information. The Secretary General shall submit all such documentary data to the Council for action. The organization (society) may be admitted to the Association at any time upon a majority of votes of the Council, whose vote (if necessary) may also be by mail (see article 21.c).

Article 7.

A professional person engaged in research, teaching (or practice) within the field of Gerontology and/or geriatrics may apply for individual membership in the Association provided that the said applicant is a national of a country which has no gerontological and/or geriatrics organization (society) which is a member-organization in the Association, and in which the applicant is eligible for membership. Individual members are expected to promote the development of gerontology and/or geriatrics in their countries and the formation of a national society eligible for application for membership in the Association.

Applications for individual membership shall be made to the Secretary General in writing and shall include a statement of the individual applicant's qualifications, activities in the field of gerontology and/or geriatrics and membership in other professional societies.

The Secretary General shall submit such data to Council for action. Individuals may be admitted to the Association upon a majority vote of the Council and shall pay such annual dues as may be determined by Council.

There may not be more than 49 (forty-nine) individual members from one country and such individual members shall not be represented on the Council of the Association. Individual memberships in the Association shall automatically terminate once a recognized gerontological and/or geriatrics organization (society) from that country is admitted to membership of the Association.

TITLE IV. Dues

Article 8.

Each member organization shall pay each year to the Treasurer of the Association membership dues based on the size of its membership. The fee is limited to a maximum of five US dollars per member of each society.

A list of organizations (societies) and of individual members of the Association shall be maintained by the Secretary General and will be available to members of the Association upon request. Member organizations and individual members are required to pay dues annually.

New organizations (societies) must pay one-year's dues before they are admitted to voting membership in the Council.

Article 9.

Any member-organization (society) or individual member of the Association who fails to pay dues within each twelve months interval, shall be in arrears.

Arrears in payment of dues for one year shall automatically result in loss of eligibility (right) to participate or to vote in the affairs of the Association (Council) during the period of arrears.

Arrears in payment of dues for two consecutive years shall automatically terminate membership in the Association in the absence of special action by Council. The Council, legally constituted, may by a two-thirds vote (which may also be by mail) decide not to terminate automatically membership of an organization (society) or of an individual for non-payment of dues for good and sufficient reasons. Such decisions must be reviewed annually by the Executive Committee. Council may by a two-thirds vote terminate membership of a member organization (society) or of an individual member for any reason it may seem necessary. The proposition to terminate membership shall be made by the Executive Committee to the Council. The reason why must be explained clearly. The organization or member subject to this procedure must be able to defend orally or by mail.

Article 10.

Member organizations and individual members shall not be liable for any debts of the Association beyond the amount of their annual dues.

TITLE V. Finances and Budget

Article 11.

The funds of the Association are made up as follows:

- a) the yearly membership dues (Article 8);
- b) voluntary gifts from individuals, groups, or organizations;
- c) grants from governmental or non-governmental organizations;
- d) funds from any other source.

Approval by Council is required for acceptance by the Association of funds specified under b, c, or d of this Article, if these funds are higher than 10.000 US\$.

Article 12.

The Executive Committee of the Association shall present for Council's approval at each Congress a budget proposed for Association activities for the period between International Congresses of IAGG. The Treasurer shall submit annual financial reports for review by the Executive Committee and for distribution to Council. The Secretary General/Vice President shall receive all reports pertinent to the business of the Association and shall be responsible for maintenance of official records and for the transmission of these records to successors.

TITLE VI. Governing Bodies and Governance

The governing bodies of the Association are:

- The Council;
- The Executive Committee;
- The Regional Committees.

1. The Council (Full Board)

Article 13.

The Association is governed by a Council (Full Board) which shall be composed of representatives of member-organizations (societies) in good standing in the Association and the officers of the Association, elected or approved by Council: the President, Immediate Past-President, SecretaryGeneral/Vice President, and Treasurer.

The official list of the representatives of member organizations (societies) shall be certified by the Secretary-General at the beginning of each Congress as documented by correspondence from the officers of member organizations (societies).

Article 14.

a) Council members are designated by each member-organization in good standing according to the following system:

Organizations having:

up to 500 members = 1 representative

from 501 to 1500 members = 2 representatives

from 1501 to 2500 members = 3 representatives

from 2501 to 4000 members = 4 representatives

from 4001 to 6000 members = 5 representatives

from 6001 to 8000 members = 6 representatives

from 8001 to 10,000 members = 7 representatives

No country can have more than 10 council members, independently of the numbers of society's members of IAGG in his country. The responsibility of the distribution of the council members between the different societies is the responsibility of these societies of the country.

b) The President, the Immediate Past-President, the President-Elect, the SecretaryGeneral/Vice-President, and the Treasurer constitute the Executive Committee of the Council. The President of the Association is Chairman of the Council.

c) The term of the Council members shall be from the beginning of one International Congress of the Association to the beginning of the next, and members are eligible for re-appointment to the Council by their respective organizations in good standing.

d) Chairpersons of Regional Committees who are not elected representatives to Council from a member organization shall have the right to attend Council meetings but shall not have the right to vote.

e) The quorum necessary for valid decisions of the Council is half of the certified representatives from member organizations of the Association.

Article 15.

The Council has full authority to manage the affairs of the Association. This authority includes: election of officers of the Association; admission of new member organizations; suspension and/or termination of membership in the Association; change in By-Laws; approval of budget; assumption of commitments on behalf of the Association; determination of time and site of the International Congress; appointment of Committees; designation or termination of the members of the Executive Committee, the dissolution of the Association.

Article 16.

The By-Laws of the Association can be amended in any regular meeting of the Association by a two-thirds vote in the Council with a quorum present provided the proposed amendment(s) has(ve) been submitted in writing at least 90 (ninety) days prior to the regular meeting of the Council and has been sent to all of the organizations (societies) in good standing in the Association. The date of mailing will be considered the date to comply with this By-Law. To be legal every change to the By-Laws has to be submitted and approved by the Belgian Minister of Justice and has to be published in the Belgian Official Journal.

For voting changes in the By-Laws, two-thirds of the members has to be present, and also a positive vote by two-thirds of the members present at the vote. If the needed quorum is not reached, a new meeting has to be organized within 14 days. In that case, the number of representatives is no longer necessary.

Article 17.

The Council shall elect by a simple majority of votes of the members present, or by mail vote if necessary, a President-Elect of the Association who shall be a member of a constituent organization in good standing. The President-Elect will serve as President of the next International Congress.

For good or sufficient reasons, and with the President-Elect's agreement, another member of the same constituent organization may be elected by the Council as President of the next International Congress. In this case the term of "President of the Congress", as distinct from "President of the Association", will be for the duration of the Congress only. A "President of the Congress" shall be a member of the ProgramCommittee.

Article 18.

Council approval by a majority vote is needed for the appointment by the President of the Association - after consultation with the President-Elect (designated), of a Secretary General/Vice President (designated) and a Treasurer (designated) of the Association. These "designated" must be confirmed by a majority vote of Council meeting at the International Congress after which they would assume office.

Article 19.

a) The Council determines and approves the establishment, the number and the composition (countries concerned) of Regions and of Regional Committees in the Association. The Regions shall send to Council for ratification the names of Regional Officers or Chairpersons selected by the procedures outlined in duly approved Regional By-Laws.

b) The Council may create standing or ad hoc Committees if desirable or necessary in the interest of the Association or for advancement of its activities, such as membership, finances, nominations, research, programs and so on. Such standing Committees may be appointed for the Association as a whole or for one or more Regions as determined by the Council. The President of the Association appoints the chairpersons of all Committees authorized by Council. These Committees have only an advisory role in the Association.

c) Research and Program Committees may engage in such activities, develop such programs and hold such meetings as they may determine provided they are consistent with the aims of the Association and are approved by the Executive Committee of the Association.

Article 20.

The Council determines the place and date for each International Congress of the Association and the time interval between them.

Article 21.

a) The Council shall hold meetings as often as necessary (in principle every year to approve the accounts and the budget) in the interest of the Association. Exceptionally, if the General Assembly is taking place only after 2 or 4 years, the accounts and the budget have to be approved provisionally every year by the Executive Committee. These accounts and budgets have to be adopted definitively at the next general assembly. Resolutions are taken by majority vote of Council members present except for cases in which a two-thirds vote is required (see Articles 9, 16). In case of a tie, the Chairperson will have the deciding vote.

b) Members of the Council shall be notified of the agenda 90 (ninety) days in advance of the date of the meeting.

c) Matters requiring Council action between meetings shall be submitted in writing to the members of the Council. Resolutions or action shall be taken on the basis of a majority vote of Council members who respond in writing within 30 (thirty) days except for cases in which a two-thirds majority vote is required by the By-Laws. This procedure of voting by mail can only be used in proven urgent situations and exceptionally. This vote has to be preceded by information (written explanation) to the members of the Council, so that they can vote with full knowledge of the facts. This vote has to be ratified at the next plenary session of the Council.

Article 22.

a) The Executive Committee (represented by the President, or by one of its members appointed by the President) may expressly negotiate and conclude all legal transactions on behalf of the Association.

b) The Executive Committee (represented by the President, or by one of its members appointed by the President for this purpose), may also sue all debtors before courts, plead before any jurisdiction, undertake any personal or real action, maintain their defence, carry out all judgments and seizures, transact, compromise and compound.

Article 23.

Resolutions of the Council shall be signed and recorded by the President and the Secretary General/Vice-President of the Association.

2. The Executive Committee (See Article 14.b.)

Article 24.

a) The administration of every day affairs of the Association, its representation in external organizations, coordination of activities of Committees and Regions and so on, fall within the authority of the Executive Committee of the Association. The Executive Committee meets at least every two years and as many times as needed for the management of the Association. At least half of the members of the Executive Committee have to be present or represented, to meet legally. Only one proxy for one member is accepted. A decision is only valid if at least half of the members present or represented agree. The decisions of this Committee have to be written down in a register.

b) The term of office of members of the Executive Committee shall be from the beginning of one International Congress of the Association to the beginning of the next one. It is not possible to be re-appointed consecutively twice for the same function.

Article 25.

a) In case the office of the President of the Association becomes vacant due to resignation, demise, or other reasons, the Secretary General/Vice-President of the Association shall become President of the Association for the remaining period of the office.

b) Should the office of Secretary General/Vice-President or of the Treasurer become vacant (resignation, demise, or other reasons) the President shall nominate a successor, this appointment has to be approved by Council. Should the office of Secretary General/Vice-President-Elect or a Treasurer-Elect become vacant, the President shall act in accordance with Article 18 (i.e., in consultation with the President-Elect) recommend successor(s) to vacant offices, and obtain Council approval by majority vote.

Article 26.

A Manual of Operating Procedures of the Association will be submitted by the Executive Committee for Council approval and constitute an appendix to Association By-Laws. The Manual is complementary to the By-Laws and is never contradictory to the By-Laws. The Manual is advisory only and is intended as a practical guide to desirable practice regarding the duties of the Officers of the Association; dissemination of information on actions by the Executive Committee, and planning and implementation of the International Congresses. The Council will periodically review and approve by majority vote of those present and voting, changes in the existing Manual.

3. Regional Committees

Article 27.

During intervals between meetings of the Council, the affairs of the Association may be conducted within the various regions by such Regional Committees as have been determined by the last meeting of the Council. These Regional Committees execute the decisions that have been taken in the Council.

a) There may be a Regional Committee for Europe; a Regional Committee for North America; a Regional Committee for Asia and Oceania; a Regional Committee for Latin America; a Regional Committee for Africa, and for other major regions as may be determined by the Council in the future.

b) The primary tasks and responsibilities of the Regional Committees are: to promote in their region the aims of the Association as stipulated in Articles 3 and 4 of Association By-Laws; to assist in planning the International Congresses of the Association; and to perform other tasks decided by the Council.

c) Activities of the regions as well as election of various Regional officers shall be conducted according to Regional By-Laws subject to approval by Council, according to the By-Laws of the Association. By-Laws of the Regions shall be submitted for approval by Council during the International Congress of the Association. These By-Laws can also be approved by postal vote. This procedure of voting by mail has to be preceded by information (written explanation) to the members of the Council, so that they can vote with full knowledge of the facts. This vote has to be ratified at the next plenary session of the Council.

d) Regional Committees are to be established along the pattern of major scientific-professional areas of the Association (for example, biology, medicine, social and behavioural science, practice and health policy). Chairpersons and Secretaries of the Regional Committees shall be ratified by Council on recommendation of Council members of the Regions concerned, typically during the International Congresses.

e) The President of the Association shall typically chair the Regional Committee of his/her Region. However, upon the President's recommendation and by Council approval, another member of the Region may be elected.

f) The term of office of Regional officers shall be from one International Congress to the next or as otherwise approved by Council; and officers are eligible for re-election.

g) Changes in the composition of a Regional Committee can be effected only with the Association President's knowledge and consent.

h) The President of the Association, in consultation with representatives to the Council from a Region and with approval of Council, may request a reconsideration of the composition of a Regional Committee.

i) If ad hoc Committees are created within a Region, the Chairperson, Secretary, and membership must be recommended by the Representatives to Council from member societies in the Region concerned and shall be ratified by Council.

TITLE VII. The International Congress

Article 28.

The International Congress shall convene at intervals, dates, and places determined by Council (Article 20). At each International Congress a meeting of the Council has to take place.

Article 29.

A Congress Program Committee shall plan and organize the scientific program of the International Congress. This Congress Program Committee has a unique responsibility to organize practically the Congress. This Committee has to execute the decisions of the Council.

The Program Committee, typically having 10 members, shall include the President, the Immediate Past-President, the Secretary General/Vice-President, the Treasurer, and the President-Elect of the Association as well as the Chairpersons of the established Regional Committees. The President-Elect of the Association shall serve as chairperson of the Program Committee. Additional members may be recommended by the Chairperson of the Committee but must be approved by Council or the Executive Committee acting in behalf of Council.

Article 30.

Procedures and activities related to planning and implementation of Congresses will be detailed in the Procedural Manual of the Association appended to the By-Law (Article 26).

TITLE VIII. Claims on Association

Article 31.

A terminated member organization (society) or individual (see Article 9) as well as the claimant of deceased members have no rights to the funds of the Association. They may neither claim the membership fees paid by themselves or others, nor may they insist upon a statement, a rendering of accounts, the affixing of seals, or a stocktaking.

TITLE IX. Dissolution of the Association

Article 32.

A decision on dissolution shall be made only by Council and shall require a two-thirds majority vote of member-organizations of the Association.

If the Association is dissolved, Council shall have the authority and responsibility to allocate and dispose of the Assets of the Association. The assets will be transferred to a non-profit organization with the same goals. Assets cannot be returned to the members above the amount they themselves bring in.

Article 33.

All matters not explicit mentioned in these By-Laws are regulated by the law of 25-10-1919, modified by the laws of 06-12-1954 and 30-06-2000.

All what is not explicit mentioned in these By-Laws are regulated by the law of 27-06-1924, modified by the law of 02-05-2002. In case of conflict between the laws and these By-Laws, the laws prevail.

Articles 2, 5, 14 & 27 amended during Council meeting on June 25, 2013, in Seoul South Korea.
